

HELM

FINANCIAL CORPORATION

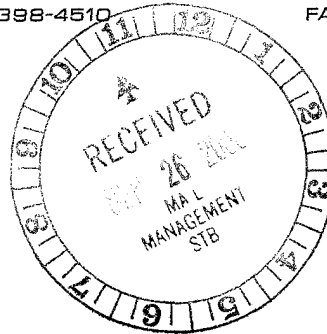
One Embarcadero Center • San Francisco, CA 94111

415/398-4510

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August 31, 2000

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001



RECORDATION NO.

22229-A

SEP 28 '00

10:21 AM

SURFACE TRANSPORTATION BOARD

RE: Termination of Full Maintenance Lease Agreement dated as of August 31, 2000 ("**Termination**"), between Helm Financial Corporation ("**Lessor**") and Badger Mining Corporation ("**Lessee**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Badger Mining Corporation
409 South Church
Berlin, WI 54923

A short summary of the document to appear in the index follows:

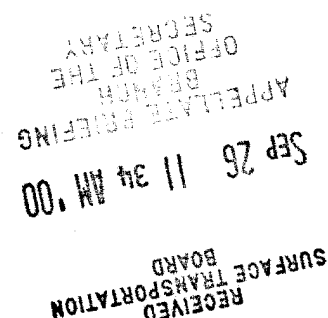
This Termination of Full Maintenance Lease Agreement dated August 31, 2000 between Helm Financial Corporation as Lessor and Badger Mining Corporation as Lessee covering 80 railcars within the series HLMX 4501-4794 (ns) and HATX 3008.

Please file this Termination as a supplementary document to Recordation No. **22229** and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Alison Drain
Document Administrator

/ad
Enclosures (2)



22229-A

TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT

THIS TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT ("Termination") is dated as of August 31, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor entered into the Full Maintenance Lease Agreement dated as of October 15, 1997 ("Lease") with Badger Mining Corporation, an Wisconsin corporation, with respect to the eighty (80) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation No. 22229 filed on July 1, 1999 at 3:45 p.m.

The Lease was terminated as of June 8, 2000. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: _____

John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

RECORDATION NO. 22229-A FILED

SEP 28 '00 10-21 AM

SURFACE TRANSPORTATION BOARD

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

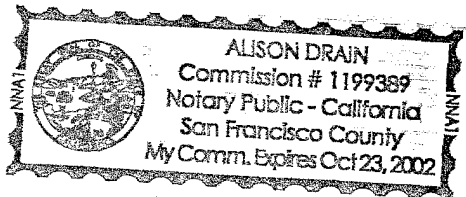
On September 25, 2000, before me, Alison Drain, personally
appeared John F. Dains, Senior Vice President and Chief Financial Officer
of HELM FINANCIAL CORPORATION,

 X personally known to me -OR-

 proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within
instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their
signature(s) on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.

Witness my hand and official seal.



[Notarial Seal]

Alison Drain
SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Full Maintenance Lease Agreement dated August 31, 2000.

THE UNITS

Equipment Description: Eighty (80), 100-ton, 4000 c.f.c., 3-compartment covered hopper railcars equipped with trough hatches and dual 13"x42" outlet gates. Built by Pullman-Standard and/or Magor in 1966-67.

Units' Reporting Mark & Numbers:

1. HATX 3008	42. HLMX 4680
2. HLMX 4501	43. HLMX 4681
3. HLMX 4502	44. HLMX 4682
4. HLMX 4503	45. HLMX 4692
5. HLMX 4509	46. HLMX 4695
6. HLMX 4510	47. HLMX 4704
7. HLMX 4511	48. HLMX 4706
8. HLMX 4519	49. HLMX 4709
9. HLMX 4528	50. HLMX 4711
10. HLMX 4537	51. HLMX 4714
11. HLMX 4539	52. HLMX 4715
12. HLMX 4544	53. HLMX 4716
13. HLMX 4546	54. HLMX 4720
14. HLMX 4555	55. HLMX 4727
15. HLMX 4566	56. HLMX 4730
16. HLMX 4570	57. HLMX 4731
17. HLMX 4573	58. HLMX 4732
18. HLMX 4576	59. HLMX 4736
19. HLMX 4578	60. HLMX 4739
20. HLMX 4587	61. HLMX 4745
21. HLMX 4588	62. HLMX 4746
22. HLMX 4592	63. HLMX 4747
23. HLMX 4595	64. HLMX 4748
24. HLMX 4597	65. HLMX 4750
25. HLMX 4603	66. HLMX 4751
26. HLMX 4609	67. HLMX 4752
27. HLMX 4610	68. HLMX 4761
28. HLMX 4616	69. HLMX 4762
29. HLMX 4634	70. HLMX 4766
30. HLMX 4643	71. HLMX 4768
31. HLMX 4645	72. HLMX 4769
32. HLMX 4650	73. HLMX 4776
33. HLMX 4654	74. HLMX 4782
34. HLMX 4655	75. HLMX 4783
35. HLMX 4662	76. HLMX 4785
36. HLMX 4670	77. HLMX 4787
37. HLMX 4672	78. HLMX 4788
38. HLMX 4673	79. HLMX 4792
39. HLMX 4676	80. HLMX 4794
40. HLMX 4677	
41. HLMX 4678	